

PROSPECTUS AND REPORT,
WITH ARTICLES OF ASSOCIATION,
—OF THE—
QUEEN CHARLOTTE
Coal Mining Company, "Limited."

CAPITAL, £30,000; in 15,000 SHARES, of £2 Each.

Incorporated under the British Columbia Joint Stock Companies' Act, 1859, which specially limits each Shareholder's Liability to the Amount of his Share.

DIRECTORS.

THOMAS TROUNCE, ESQ.—*Chairman.*
JAS. DICKSON, ESQ., M. D. WM. P. SAYWARD, ESQ.
C. HOUNSLOW, ESQ. J. B. TIMMERMAN, ESQ.
JAS. MOORHEAD, ESQ. C. VEREYDEN, ESQ.
WM. P. SAYWARD, ESQ.—*Treasurer.*
J. S. WILLIS, ESQ.—*Secretary.*

BANKERS, - - - BANK OF BRITISH NORTH AMERICA.

Temporary Offices, COLUMBIA STREET, New Westminster.
do. LANGLEY STREET, Victoria.

Mining Superintendant, - Geo. Robinson, Esq.

Printed at the British Colonist Office, Government street,
VICTORIA, V. I.

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PROSPECTUS.

This Company has been formed for the purpose of developing and working several extensive and valuable seams of Anthracite Coal, lately discovered in Queen Charlotte Island.

At present this is the only mine of pure Anthracite Coal known to exist on the Pacific Coast, and from the large and increasing quantity required and shipped to San Francisco and other ports, the discovery is one of great importance and value.

The Government have reserved twenty thousand acres applied for by the Company, five thousand of which are secured (at present) by lease at the nominal rent of \$100 per annum, with the additional privilege of purchasing 1000 acres at \$1 per acre for a town site.

The Coal seams, from three to seven feet in thickness, are situated on the south of Graham Island, Queen Charlotte Group, about 2000 yards from the shores of a fine bay, and about 400 feet above the level of the sea. The construction of an easy and inexpensive tramway, about one mile in length, together with a wharf of about 150 feet projection, are all the works the Company will require to enable them to offer coal in the markets.

The quality of the Coal has been fairly tested. The engineers of several of the steamers have pronounced it to be of the very best quality, it has also been used by the proprietors of the Foundries of the City of Victoria, whose reports are annexed, and declared by them to be equal if not superior to the best Pennsylvania Anthracite Coal.

The great advantage of the position of the mine cannot be brought too prominently to the notice of intending shareholders, its close proximity to the coast together with its superior quality renders it of great value; also an easy access for vessels of any tonnage, a safe and commodious harbor perfectly sheltered and land-locked, with secure and good anchorage, will enable vessels at all seasons and weather to load at the Company's wharf.

There is a large demand for Anthracite Coal to supply Foundries, Steamers, &c., &c., in San Francisco, Portland, Victoria, and other ports, all of which has to be shipped from the Eastern States or from Europe at a great expense, the selling price ranging, according to quality, from \$16 to \$25 in some markets, in others higher. The trade to Panama and along the Pacific Coast will be considerable; and extensive trade will also be opened with China and Japan. The Naval Stations of England, U. S. of America, France, and Russia, must necessarily consume a large quantity.

Of the 15,000 shares forming the Capital Stock of the Company :
 7500 are classed A (original shares), paid up to £1, and
 liable to an additional call of £1,..... £7,500 0 0
 3000 are classed B, to be issued at £2 per share,..... 6,000 0 0
 4500 classed C, are reserved shares,.....

£13,500 0 0

Or..... \$67,500 00

ESTIMATE OF EXPENSES.

Tunnel,.....	\$ 2,000	
Wharf,.....	6,500	
Purchase of Land,.....	1,000	
Tramway,.....	14,000	
Rolling Stock,.....	6,500	
Contingencies,.....	20,000	
		\$50,000 00

Leaving a balance above estimate of expenses of.....\$17,500 00

The 3000 B shares are now ready for issue, payable at 10s. each on application, and 10s. in 30 days, or at time of allotment.

The works of which the above are an estimate, are in active operation, the Company having engaged and sent forward to the mine a number of skilled workmen, who are under the direction of George Robinson, Esq., for many years Superintendent of the Nanaimo Coal Mines, and it is confidently hoped that by the month of April, 1866, the mine will be fully opened, and the Company prepared to supply coal at their wharf.

REPORT.

By information gathered from Indians the existence of Coal on Graham Island, in the Queen Charlotte Group, has been known for some years, but no attempt has been made to utilise that information, or to enquire as to the size and quality of the coal seams, until the original shareholders in this Company determined to send out parties to explore and prospect the district where the coal was reported to be.

A party of coal miners was selected by them and sent from Victoria on the 1st of August, 1864. After some difficulties and considerable delays in their voyage, they arrived in Skidegate Channel on the 15th September, and on the 17th found the coal strata they were in search of; but as their supplies were nearly exhausted they were obliged to return the next day, having effected nothing more than obtaining satisfactory proof that there was a seam of Anthracite Coal some four feet six inches in thickness. The imperfect information brought by the first expedition rendered it necessary for the Company to send up a second.

The Directors were fortunately enabled to secure the services of Mr. Robinson, who had been for some years Superintendent of the Coal Mines at Nanaimo, and who is also a large shareholder in this Company. The second expedition was therefore placed under his charge. A party of miners were engaged, a small sloop was purchased and provisioned, and the party sailed, having clearance from New Westminster, on the 5th June, 1865, for Queen Charlotte Island.

On Mr. Robinson and party's return, a general meeting of shareholders was held 14th August, 1865. Mr. Robinson's report was read at the meeting, and highly approved of, and from it the following information is copied:—

"Arrived at Skidegate Bay on the 22nd June. Early the following morning we proceeded on to the vicinity of the Coal Mine, which we found to be 15 miles (W. S. W.) distant from the Skidegate village. We reached our destination about noon, and commenced our search for Coal the same day; but without success. We, however, resumed our search on the following morning, and were rewarded by striking a seam of Anthracite Coal which was cropping out on the side of a high range of hills, which afterwards proved to be a branch of a mountain some two or three thousand feet in height, and which, in compliment to His Excellency Governor Seymour, I named 'Mount Seymour.' I afterwards traced the out-crop of the seam for some two or three hundred yards, finding it varying in thickness from three to seven feet, and of excellent quality. To this point I therefore directed

my most special attention, and in the course of the next month succeeded in finding a continuation of the seam in two other adjoining ranges of hills, lying to the southward of the one in which we first found it, but each running into or being branches of Mount Seymour. The entire distance from the extreme points at which the out-crops were found would be from one to two miles—having in each case the same characteristics, and being of a similar quality to that first struck, and from which I had some seven or eight tons of Coal extracted and packed down to the beach by Indians, many of whom followed in our rear being anxious to see what we were going to do. Some five or six tons of this coal I have brought down with me by the sloop, the captain thinking it unsafe to bring more than that quantity by her, the remaining portion I left upon the beach. The out-crop of the Coal I found generally at an elevation of some five or six hundred feet above the level of the sea, and at a distance of about three-quarters of a mile from high water. I think its average thickness will be about four feet, exclusive of a few inches of soft earth lying underneath the seam and which serves as a 'peeling' or 'corfing.' The paving consists of a hard but brittle slate strongly resembling some of the slate found in the carboniferous formation in Great Britain. The roof has the appearance of a semi-vitrified sandstone and is very much shattered and broken, which will of course render it necessary that great care and caution should be exercised in the working of the seam, to ensure the safety of the workmen. The seam appears to lie at an angle of about 70 or 80 degrees with the horizon, and is situated on the ranges of hills adjoining Mount Seymour. As far as I am at present able to judge there appears no reason why the coal seam may not be worked as cheaply and at as little expense as any other coal mine in the country. The cost of opening the seam to such an extent as would be necessary to make it at least self-supporting will not, I think, exceed \$1500, and after the work is fully and thoroughly opened the coal may be produced for about four dollars a ton, inclusive of all labor, &c., in the digging of the coal to its delivery upon the wharf, and should my views of the extent of the seam be realised (of which I have not the slightest doubt), I see no reason why any reasonable quantity of coal, say from one to four thousand tons per month, may not be obtained from the seam after it is once in fair working order.

For a distance of about 227 yards from the mine the ground has a fall of about one in five, the next 530 yards has a fall of about one in eight and three-quarters. Over the whole of this distance, I propose to make a self-acting inclined tramway, having a double line a portion of the way; so that the descending loaded wagons will draw up the ascending empty ones. The remaining portion of the road has a fall towards the water of about one in thirty-three on the average; but a great portion of it may be built upon a level if found desirable. There is no engineering difficulty whatever in the way of its con-

struction, the only obstacles being from 150 to 200 trees and roots, half of which, or thereabout, are standing and the others are fallen. I do not think that there will be a necessity for the removal of much earth in the construction, probably not over 500 tons in all. The ground, however, is generally of a marshy character, which will probably render it necessary to elevate the road for the greater part of its length for a foot or two above the level of the ground, and if that part of it be built upon timber support and 'corduroyed,' I am of opinion that it can be built tolerably cheap, as timber suitable for the purpose can be found growing plentifully along the proposed route of the tramway. The entire distance from the mine to the place where I propose to erect the wharf, following the line of tramway, is about 2060 yards; the site proposed for the wharf is very conveniently situated, having 18 feet depth of water at about fifty yards from high water. Of the cost of erecting the wharf I am unable to offer any estimate, not having any work of that kind done in this Colony. I may, however, say that the beach upon which it is proposed to build the wharf has a sandy, gravelly bottom, and appears to be very good ground to put in piles. The cost of building the tramway, including the removal of standing and fallen trees, will probably be about \$10,000; but this does not include the cost of a wire rope, which it will be found necessary to use upon the self-acting incline. Of the cost of this rope I have no information. The harbor is very commodious and is easy of access from both sides of the Island, and affords good shelter from all winds and also good anchorage. Capt. Hallett at my request has surveyed and sounded the inner harbor, and I have requested him to prepare a sketch of the same, with such other particulars as may be necessary for your information. Vessels of any size can go in or out of Skidegate Bay at any time of the tide, the distance from the entrance of which to the proposed wharf being about 18 miles, in the navigation of which there appears no difficulty whatever.

* * * * * The country generally is very rocky and mountainous, and contains an abundance of excellent timber, consisting principally of the various kinds of pine and cedar. I saw no land whatever suitable for agricultural purposes, although there are several small estuaries upon it. I saw several acres of growing grass, some of which appears to be of excellent quality.

The Indian tribes generally who visited us did not show any ill-feeling, or anything of a hostile character; on the contrary they generally expressed themselves anxious for the white people to come and settle amongst them."

The report being received and approved of, the Directors resigned, and a new Board was elected; and an increase of capital, consequent on an arrangement with the British Columbian Government, was made by an issue of 7500 new shares, being divided into 3000 B shares and 4500 C shares.

The Company have had reserved to them by the Government 20,000 acres for mining purposes, 5,000 of which are secured at present by lease at the nominal rent of \$100 per annum, with the additional privilege of purchasing 1000 acres at \$1 per acre for a town site.

The six tons of Coal brought from the mine had been distributed so as to give opportunity for testing its quality, and the following reports have been received from persons who have tried the Coal, and are very satisfactory as to its quality and value.

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ANALYSIS OF THE COAL

BY MR. F. S. CLAUDET, GOVERNMENT ASSAY OFFICE.

NEW WESTMINSTER, 25th August, 1865.

Report of specimen of Coal left for assay by Mr. Trounce.

GENERAL DENOMINATION OF MINERAL.

Anthracite.

No. in Office Records, 209.

RESULT OF ANALYSIS.

Moisture,.....	5.10
Volatile combustible mat-	
ter,.....	17.26
Fixed Carbon,.....	71.20
Ash,.....	6.43

99.99

Specific Gravity,..... 1.46

Entered August 22nd, 1865.

(Signed)

F. S. CLAUDET.

REPORT OF MESSRS. SPRATT & KREIMLER OF THE ALBION IRON WORKS,
VICTORIA, V. I.

We have great pleasure to inform you that we have tried the Coal from the Queen Charlotte Coal Mining Company at Skidegate, and find that it is quite equal to the best Anthracite Coal from Pennsylvania. We have used the Queen Charlotte Coal for smelting purposes in our Foundry several times, and find that in consequence of the absence of sulphur the iron melted by it is considerably improved in quality, rendering it softer and tougher, and easier to work.

REPORT OF MESSRS. DOUGAL & SON, CALEDONIA IRON WORKS.

We find on testing the Coal from your mine on Queen Charlotte Island that it smelted 1200 pounds of iron, which we ran into one piece, in fifteen minutes sooner than we ever have done with the Pennsylvania Coal we get here, and 3400 more which we ran into small pieces. The time occupied in the smelting with this Coal alone (for the same weight of iron and coal alternately that we use with the Pennsylvania) was forty-five minutes.

The metal when cast we pronounce not softer (which is impossible), but as strong, tough iron as can be made.

On looking at the analysis of Pennsylvania Coal by Mr. Bull, and that by Mr. Claudet of this Coal, we should say that there is at least from 8 to 10 per cent more carbon, and the same less of combustible matter, in the Coal we tested than in the Pennsylvania.

We have worked with Pennsylvania Coal the last 18 years, and we pronounce this Coal equal in standing the blast, and quicker in melting, which proves that it has more carbon than the best Pennsylvania Anthracite.

WATT IRON WORKS, Victoria, V. I., Oct. 18th, 1865:

Thos. Trounce, Esq., Chairman Queen Charlotte Coal Mining Co.

SIR—We have given the Coal you sent us from the Queen Charlotte Mine an impartial trial, and we are happy to say that the result exceeds our anticipations. We have had a great deal of experience in melting iron in the U. S., and it is only simple justice to say that the Coal from your mine brought down the metal quicker and better than any we have ever used before. In our opinion it is pure Anthracite, and will melt ten pounds of iron to one pound of coal. The heat lasts in a very remarkable degree, and as to refuse, there is absolutely none.

We congratulate you on the acquisition of such property as the Queen Charlotte Mine, not only because it is certain wealth to the shareholders, but because it cannot fail to be a source of convenience and profit to every foundry on the Pacific Coast.

We are, sir, yours respectfully

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The Directors after the meeting of the 14th August lost no time in having plans and specifications prepared of the works required to be done in opening the mine. Tenders for contracts were advertised ; but when received, not being found satisfactory, the Directors decided to carry on the works themselves, which consist of a tunnel, a railway, and wharf.

A railway with a self-acting incline part of the distance will convey the coal from the tunnel to the wharf. The road will be constructed on the most economical principles consistent with efficiency. The excavations required are unimportant.

The rough timber for the trestles and sleepers will be found on the spot, and a portion of the scantling and planking required has already been forwarded.

The wharf, which is about 150 feet long, will secure a depth of 24 feet at low water, and will be so constructed as to give space for loading several vessels at the same time. For the present only half the wharf will be executed.

To carry out the before-mentioned works the Directors have engaged the services of Mr. Robinson as Superintendent, whose experience in coal mining in Staffordshire and in the Nanaimo Collieries justifies the Directors that the works will be carried on with due attention to their stability and economy. They have also engaged an experienced foreman and a number of skilled workmen, who left Victoria to commence the above works in two schooners—the Alpha and the Goldstream—6th of October, 1865, with six months' provisions and supplies ; two yoke of oxen were also sent, with lumber, tools, iron for tramway, materials and all the requisites for carrying on the works.

The men are engaged for a term of five months, with an additional month if required ; it being anticipated that by that time the mine will be opened and the works completed for the delivery of coal.

The quality of the Coal is sufficiently proved by the reports from the different founderies where it has been used. It is equal to if not superior to the best Anthracite from Pennsylvania, the wholesale price of which in San Francisco is from \$16 to \$25 per ton.

The cost of the coal delivered in San Francisco, including all expenses of getting, loading, freight, and duty, will not exceed \$10 per ton. The price being proportionately greater or less at other ports, according to their distance from the mine.

There are also other sources of profit open to the Company. The land leased to them is covered with large and valuable timber from which lumber, spars, and ship-building timber can be supplied. Also a town site of 1000 acres.

The demand for the Coal is almost unlimited. To the ocean-going steamers it is a necessity. The naval squadrons of England, United States of America, France, and Russia will necessarily take large quantities. New lines of mail steamers are projected, and will be soon carried out, whose consumption of coal would alone absorb the production of a mine. Trade in coal to China and Japan, and the adjacent seas, will necessarily be done to a considerable amount, especially if taken in conjunction with the lumber trade.

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MEMORANDUM OF ASSOCIATION

OF THE

QUEEN CHARLOTTE COAL MINING COMPANY LIMITED.

1. The name of the Company is the "Queen Charlotte Coal Mining Company."

2. The Registered Office of the Company is in New Westminster, British Columbia.

3. The object for which the Company is established is mining on seams of Coal, and any mineral on land to be leased or granted, on Queen Charlotte Island, as soon as the position of the seams of Coal shall be ascertained; the erection of smelting works and sawmills; boring and working for coal oil; and trading generally on the said grant or lease. The liability of the Company is limited.

4. The Capital of the Company is Fifteen Thousand Pounds, in Seven Thousand Five Hundred Shares at Two Pounds each.

We the undersigned persons whose names and addresses are subscribed are desirous of being formed into a company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the company set opposite our respective names.

NO. OF SHARES. | NAME OF SHAREHOLDER. | PLACE OF ABODE. | WITNESS.

On the 14th October, 1865, the capital was increased by a unanimous vote as follows:—Seven thousand five hundred shares at two pounds each.

ARTICLES OF ASSOCIATION

OF THE

QUEEN CHARLOTTE COAL MINING CO., LIMITED.

The Company accepts the regulations prescribed in Table B of the Joint Stock Companies Acts, 1856, 1857, and 1858, as the Articles of Association of the Company, with the following exceptions and additions, to wit:

ARTICLE 1, TABLE B—Article 1, Table B shall not apply and the following article shall be substituted in its stead: Any person who has subscribed for shares in the Company, and has been present either personally or by proxy at any meeting of the said Company, before or after it has been declared limited, shall be deemed to be a shareholder, and no person shall be deemed to be a shareholder unless he shall have testified his acceptance of shares by writing under his hand in such form as the Company from time to time directs.

ARTICLE 2, TABLE B.—The words “twenty-one days” shall not apply and “ten days” be substituted as the notice necessary for calls on shares.

ARTICLE 4, TABLE B—The words “five pounds per cent. per annum” shall not apply, and “at the rate of three per cent. per month” be substituted as the rate of interest chargeable on calls not paid at maturity.

ARTICLE 8, TABLE B—The words “one shilling” shall not apply, and “two shillings” be substituted as the fee payable for certificate of shares.

ARTICLE 9, TABLE B—The words “one shilling” shall not apply, and “two shillings” be substituted as the fee payable for renewal of certificate.

ARTICLE 38, TABLE B—Article 38 shall not apply, and the following article be substituted in its stead: Each shareholder shall have one vote for every share he holds.

ARTICLE 41, TABLE B—The words “nor until he shall have been possessed of his shares three calendar months” shall not apply, and “three days” be substituted in lieu thereof, and the continuation of Article 41 shall not apply.

ARTICLE 43, TABLE B—Article 43 shall not apply, and the following article be substituted in its stead: No person shall be appointed a proxy who is not a shareholder, and the instrument or mandate ap-

pointing him shall be deposited with the Secretary at any time previous to the opening of the meeting at which he proposes to vote ; but no instrument or mandate shall be valid after the closing of such meeting.

All contracts, whether written or by parole, and all promissory notes, drafts, acceptances, and bills of exchange, shall be made, signed, accepted or endorsed only by the expressly authorised officers of the Company.

The first ordinary meeting of the Company shall be held on the third Wednesday in January, 1866, and subsequent ordinary meetings on the third Wednesday in April, July, October, and January in every year.

The Annual Meeting shall be held on the second Monday of January in every year.

No shareholder shall be eligible for the office of Director unless he shall hold fifty shares, and when he shall cease to hold that number he shall be disqualified to hold office any longer.

POWERS OF ATTORNEY.

The holder of a Power of Attorney from any registered share holder may (if such Power of Attorney authorises him to act in the matter of shares generally on behalf of the person giving the same) do every act which under the provisions hereof the person giving such Power of Attorney might do in person.

Every attorney holding a power enabling him to act in the matter of shares generally on behalf of the person giving the same, shall leave a copy of the same at the Company's office in Victoria, V. I., and such power shall be entered by the Secretary of the Company in the books of the Company, and upon such registration all notices required to be given to the shareholder giving such power shall be given to the attorney in such power named, until such power shall have been revoked, and notice of such revocation shall have been given to the Company, or until such attorney shall have died or left the colony for the space of one month, and the fee for entering such power shall be one shilling.

ARTICLE 85, TABLE B—Article 85 shall not apply, and the following article shall be adopted in its stead :—Notices requiring to be served by the Company upon shareholders (if no Power of Attorney shall have been previously entered upon the books of the Company as aforesaid) may be served either personally or by leaving the same or sending them through the post in a letter addressed to the shareholder at their registered place of abode.

NO. OF SHARES.	SIGNATURE OF SHAREHOLDER.	PLACE OF ABODE.	SIGNATURE OF WITNESS.
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On the 14th October, 1865, the following articles were made by special resolution—carried unanimously :—

1. That the seven thousand five hundred original shares shall from this date be considered as paid up to £1 (one pound) each.

2. That of the new stock now created the Directors shall not issue more than three thousand shares except by resolution in general meeting, and such shares shall be charged at the rate of ten shillings each upon application, and ten shillings each upon allotment or within thirty days, after which they shall be subject to the same assessment as A shares.

3. That the original shares shall be classed A shares, and the three thousand now authorised to be sold shall be classed B shares, and the residue of the shares of the new issue as C shares.

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